



**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

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In re:

BED BATH & BEYOND INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

**ORDER GRANTING DEBTORS' (I) OMNIBUS OBJECTION TO CERTAIN TAX
CLAIMS AND (II) MOTION TO DETERMINE TAX LIABILITY AND STAY
PROCEEDINGS WITH RESPECT TO TRAVIS COUNTY**

The relief set forth on the following pages, numbered two (2) through five (5), is

ORDERED.

DATED: January 9, 2024

A handwritten signature in black ink, appearing to read "Honorable Vincent F. Papalia".

Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtor's proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>.

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Debtors: BED BATH & BEYOND INC., *et al.*

Case No. 23-13359-VFP

Caption of Order: ORDER GRANTING DEBTORS' (I) OMNIBUS OBJECTION TO CERTAIN TAX CLAIMS AND (II) MOTION TO DETERMINE TAX LIABILITY AND STAY PROCEEDINGS WITH RESPECT TO TRAVIS COUNTY

Upon the *Debtors' (I) Omnibus Objection to Certain Tax Claims and (II) Motion to Determine Tax Liability and Stay Proceedings* [Docket No. 2156] (the "Omnibus Objection")¹ on behalf of the Plan Administrator, as successor to the debtors (the "Debtors"), for entry of an order (this "Order"), pursuant to sections 105(a), 502, and 505 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rule 3007-2 (i) determining market values to establish the bases upon which to compute taxes for tax year 2023 as to the Claims and to stay state proceedings and (ii) modifying or reducing the claims listed on Schedule 1 attached hereto based on the determination of assessed value of the Debtors' property; and the Court having jurisdiction to consider the Omnibus Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Omnibus Objection and the relief requested therein being a core proceeding in accordance with 28 U.S.C. § 157(b)(2); and it appearing that proper and adequate notice of the Motion has been given and that no other of further notice is necessary; and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and after due deliberation and sufficient cause appearing therefor

IT IS HEREBY ORDERED THAT:

1. The Omnibus Objection is GRANTED as set forth herein.

2. Pursuant to section 505(a) of the Bankruptcy Code, the Court finally determines

that the Revised Fair Market Values set forth on the Assessment Schedule attached as Exhibit 1 to the Lammert Declaration are the appropriate bases upon which the Texas Authorities are to

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Omnibus Objection.

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Debtors: BED BATH & BEYOND INC., *et al.*

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compute taxes for the tax year 2023 for the Property. All tax related administrative or state proceedings (whether administrative hearings, administrative appeals, judicial appeals, or state court litigation) related to the valuation of the Property and related deadlines are hereby discontinued with prejudice and are finally determined as set forth herein..

3. The Claims set forth on Schedule 1 attached hereto shall be reduced or modified for the tax year 2023 based on the Revised Fair Market Values set forth in the Assessment Schedule and reflected on Schedule 1 hereto in full and final satisfaction of the 2023 tax year.

4. Nothing contained in this Order shall impair the rights of the Debtors to seek, pursuant to section 505 of the Bankruptcy Code, a refund of any taxes previously paid with respect to the Property.

5. All rights of the Debtors or their successors to object to claims of the Texas Authorities on any other grounds, including the 2022 tax year, and to amend, modify, and/or supplement this Omnibus Objection are preserved.

6. The objection to each Claim addressed in the Omnibus Objection and as set forth in Schedule 1 attached hereto, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Claim that is the subject of the Omnibus Objection and this Order. Any stay of this Order pending appeal by any claimants whose claims are subject to this Order shall only apply to the contested matter that involves such claimant and shall not stay the applicability and/or finality of this Order with respect to any other contested matters addressed in the Omnibus Objection and this Order.

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Debtors: BED BATH & BEYOND INC., *et al.*

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7. The requirement set forth in Local Rule 9013-1(a)(3) that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Omnibus Objection or otherwise waived.

8. Notwithstanding any applicability of any of the Bankruptcy Rules, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

9. The Debtors or their successors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

10. Other than as set forth in **Schedule 1**, nothing contained herein shall be considered "law of the case" and/or waive or otherwise limit any other claimant's defenses in connection with the Motion.

11. This Court shall retain jurisdiction over all matters arising from or related to the implementation and interpretation of this Order.

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Debtors: BED BATH & BEYOND INC., *et al.*

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Caption of Order: ORDER GRANTING DEBTORS' (I) OMNIBUS OBJECTION TO CERTAIN TAX CLAIMS
MOTION TO DETERMINE TAX LIABILITY AND STAY PROCEEDINGS WITH REGARD TO TRAVIS COUNTY

SCHEDULE 1

<i>County</i>	<i>Claim Status</i>	<i>Claimant</i>	<i>Claim No.</i>	<i>Account No.</i>	<i>2023 Asserted Value</i>	<i>2023 Revised Fair Market Value</i>	<i>2023 Pct of To Clai Amoi</i>
Travis	Secured	Travis County	2378	418830	\$1,300,679.00	\$254,932.00	\$24.1%
	Secured	Travis County	2378	787400	\$1,011,239.00	\$213,226.00	\$21.2%
	Secured	Travis County	4544	761563	\$1,344,540.00	\$155,324.00	\$8.2%

In re:
Bed Bath & Beyond Inc.
Debtor

Case No. 23-13359-VFP
Chapter 11

District/off: 0312-2
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The following symbols are used throughout this certificate:

Symbol Definition

- + Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
- ^ Addresses marked '^' were sent via mandatory electronic bankruptcy noticing pursuant to Fed. R. Bank. P. 9036.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jan 12, 2024:

Recip ID	Recipient Name and Address
db	+ Bed Bath & Beyond Inc., 650 Liberty Avenue, Union, NJ 07083-8107
aty	+ Casey McGushin, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Jacob E. Black, Kirkland and Ellis LLP, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Max M Freedman, Kirkland & Ellis LLP, 300 North LaSalle Street, Chicago, IL 60654-5412

TOTAL: 4

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
aty	^ MEBN	Jan 10 2024 20:45:11	Charles B. Sterrett, Kirkland & Ellis, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	^ MEBN	Jan 10 2024 20:44:47	Derek I. Hunter, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:44:08	Emily E. Geier, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:47:11	Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:47:47	Michael A. Sloman, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:43:07	Noah Z. Sosnick, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:46:32	Olivia F. Acuna, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	^ MEBN	Jan 10 2024 20:47:23	Richard U.S. Howell, P.C, KIRKLAND & ELLIS LLP, KIRKLAND & ELLIS INTERNATIONAL LLP, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	^ MEBN	Jan 10 2024 20:42:36	Ross Fiedler, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643

TOTAL: 9

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities

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in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 12, 2024

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on January 9, 2024 at the address(es) listed below:

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A. Jeff Ifrah	on behalf of Interested Party Federal Insurance Company jeff@ifrahlaw.com
A.J. Webb	on behalf of Creditor Select Consolidated Management LLC awebb@fbtlaw.com, awebb@ecf.courtdrive.com
Aaron Applebaum	on behalf of Creditor CR Mount Pleasant LLC aaron.applebaum@us.dlapiper.com, aaron--applebaum--3547@ecf.pacerpro.com
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Aaron Applebaum	on behalf of Creditor Ridgeport Limited Partnership aaron.applebaum@us.dlapiper.com aaron--applebaum--3547@ecf.pacerpro.com
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Alan J. Brody	on behalf of Creditor JPMorgan Chase Bank N.A. brody@gtlaw.com NJLitDock@gtlaw.com
Alan J. Brody	on behalf of Creditor Alexander's Rego Shopping Center Inc. brody@gtlaw.com, NJLitDock@gtlaw.com
Alan Stuart Maza	on behalf of Interested Party Securities and Exchange Commission mazaa@sec.gov mazaa@sec.gov
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Albert Anthony Ciardi, III	on behalf of Creditor Rainier Colony Place Acquisitions LLC aciardi@ciardilaw.com, sfrizlen@ciardilaw.com;dtorres@ciardilaw.com
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Alexandria Nikolinos	on behalf of U.S. Trustee U.S. Trustee alexandria.nikolinos@usdoj.gov
Allen J Barkin	on behalf of Creditor LOGIXAL INC. abarkin@sbmesq.com sandyr@sbmesq.com
Allen Joseph Underwood, II	on behalf of Creditor 12535 SE 82nd AVE LLC aunderwood@litedepalma.com ajunderwood@ecf.courtdrive.com;grodriguez@litedepalma.com

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David Edelberg

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David Pizzica

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District/off: 0312-2

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David H. Stein

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David H. Stein

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David L. Bruck

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David L. Bruck

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David L. Bruck

on behalf of Creditor Chenal Place Properties LLC bankruptcy@greenbaumlaw.com

David L. Bruck

on behalf of Creditor Almaden Plaza Shopping Center Inc. bankruptcy@greenbaumlaw.com

David L. Bruck

on behalf of Creditor Brothers International Holding Corporation and Almaden Plaza Shopping Center Inc. bankruptcy@greenbaumlaw.com

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David P. Primack

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David P. Primack

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David P. Primack

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Turner Falk

District/off: 0312-2

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Total Noticed: 13

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TOTAL: 587